

**IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

DR. HANSEL M. DEBARTOLO,)	
)	
Plaintiff,)	
)	
v.)	Case No. 08-C-1059
)	
BLUE CROSS BLUE SHIELD OF ILLINOIS)	
a/k/a BLUE CROSS BLUE SHIELD)	Chief Judge Holderman
ASSOCIATION and)	
NORTHERN TRUST CORPORATION,)	Magistrate Judge Cole
)	
Defendants.)	

DEFENDANTS' LOCAL RULE 3.2 NOTICE AS TO AFFILIATES

Defendants Blue Cross Blue Shield of Illinois, a Division of Health Care Service Corporation, incorrectly named Blue Cross Blue Shield of Illinois also known as Blue Cross Blue Shield Association ("HCSC"), and The Northern Trust Company, incorrectly named as Northern Trust Corporation ("The Northern Trust") (collectively, the "Defendants"), by their attorneys and pursuant to Local Rule 3.2, submit to the Court their Notice as to Affiliates:

I. Notice as to Affiliates

WHO MUST FILE: Any nongovernmental party, other than an individual or sole proprietorship, shall file a statement identifying all its publicly held affiliates, which include (i) for a corporation, any entity owning more than 5% of the corporation; (ii) for a general partnership, joint venture, LLC, LLLP or LLP, any member; or (iii) for any other unincorporated association, any corporate member:

- Defendant HCSC states that it is a Mutual Legal Reserve Company, principally located in Chicago, Illinois. Defendant HCSC states that it has no parent corporation and no publicly held entity owns more than 5% of HCSC.
- Defendant The Northern Trust states that its parent corporation is Northern Trust Corporation, which is a publicly held entity. Barclays Global Investors, NA and certain of its affiliates beneficially own 15,833,324 shares or 7.2% of the outstanding common stock of Northern Trust Corporation in trust accounts for the economic benefit of the beneficiaries of those accounts. They hold sole voting power over 13,782,393 shares or 6.25% of the outstanding common stock of Northern Trust Corporation and sole investment power over 15,833,324 shares or 7.2% of the outstanding common stock. Barclays Global Investors, NA itself

beneficially owns 11,449,058 shares or 5.2% of the outstanding common stock of Northern Trust Corporation. No affiliate of Barclays Global Investors, NA individually beneficially owns more than 1% of the outstanding common stock of Northern Trust Corporation.

In addition, as of January 1, 2008, the Bank and its affiliates individually acted as sole or co-fiduciary with respect to trusts and other fiduciary accounts which owned, held or controlled through intermediaries in the aggregate 23,558,563 or 10.68% of the outstanding common stock of Northern Trust Corporation over which the Bank and its affiliates had, directly or indirectly, sole or shared voting power and/or sole or shared investment power. No single trust or other fiduciary account held a beneficial ownership interest in excess of 5%. Of these shares, the Bank and its affiliates had sole voting power with respect to 12,501,073 shares or 5.67% of the outstanding common stock of Northern Trust Corporation. They had sole investment power with respect to 3,641,222 shares or 1.65% of the outstanding common stock., and they shared investment power with respect to 12,966,800 shares or 5.88% of the outstanding common stock of Northern Trust Corporation.

Northern Trust Corporation directors and employees as a group beneficially owned over 11% of Northern Trust Corporation's stock as of January 1, 2008. In addition, Northern Trust Corporation estimates that at least 3% of the Corporation's common stock was beneficially owned by Northern Trust retirees as of January 1, 2008.

Dated: April 25, 2007

Respectfully Submitted,

By: /s/ Michael T. Graham
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Attorneys for Defendants Blue Cross Blue Shield of Illinois, a Division of Health Care Service Corporation, incorrectly named Blue Cross Blue Shield of Illinois also known as Blue Cross Blue Shield Association and The Northern Trust Company, incorrectly named as Northern Trust Corporation

CERTIFICATE OF SERVICE

I hereby certify that on April 25, 2008, I electronically filed the foregoing document with the Clerk of Court using the CM/ECF system, which will send notification of such filing to the following:

Stuart P. Krauskopf
The Law Offices of Stuart P. Krauskopf
stu@stuklaw.com

/s Michael T. Graham
Michael T. Graham

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